

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

**IN RE LIBOR-BASED FINANCIAL
INSTRUMENTS ANTITRUST LITIGATION**

THIS DOCUMENT RELATES TO:

City of Houston v. Bank of America Corp., et al., Case No. 1:13-cv-05616;

City of Richmond, et al. v. Bank of America Corp., et al., Case No. 1:13-cv-00627;

City of Riverside, et al. v. Bank of America Corp., et al., Case No. 1:13-cv-00597;

County of Mendocino v. Bank of America Corp., et al., Case No. 1:13-cv-08644;

County of Sacramento v. Bank of America Corp., et al., Case No. 1:13-cv-05569;

County of San Diego v. Bank of America Corp., et al., Case No. 1:13-cv-00667;

County of San Mateo, et al. v. Bank of America Corp., et al., Case No. 1:13-cv-00625;

County of Sonoma, et al. v. Bank of America Corp., et al., Case No. 1:13-cv-05187;

East Bay Municipal Utility District v. Bank of America Corp., et al., Case No. 1:13-cv-00626;

Federal Deposit Insurance Corp. as Receiver for Amcore Bank, N.A., et al. v. Bank of America Corp., et al., Case No. 1:14-cv-01757;

National Credit Union Administration Board v. Credit Suisse Group AG, et al., Case No. 13-cv-2497;

San Diego Assoc. of Governments v. Bank of America Corp., et al., Case No. 1:13-cv-05221;

The Federal Home Loan Mortgage Corp. v. Bank of America Corp., et al., Case No. 1:13-cv-03952;

The Regents of the Univ. of California v. Bank of America Corp., et al., Case No. 1:13-cv-05186; and

Triaxx Prime CDO 2006-1 LTD, et al. v. Bank of America Corp., et al., Case No. 1:14-cv-146.

Master File No. 1:11-md-2262-NRB

ECF Case

2

DECLARATION OF DOMINIQUE BOURRINET

DOMINIQUE BOURRINET, pursuant to 28 U.S.C. § 1746 and upon penalty of perjury, declares:

1. I hold the position of Group General Counsel at Société Générale (“SG”) in Paris, France and submit this declaration in support of SG’s motion to dismiss the amended complaints in the above-referenced actions for lack of personal jurisdiction. The information set forth herein is based on my personal knowledge and a review of records and documents maintained in the regular course of business by SG.

2. SG is, and at all times relevant to these litigations was, a limited liability company (société anonyme) incorporated in France. SG is registered in the French Commercial Register (Registre du commerce et des sociétés) under no. 552 120 222 R.C.S. Paris. SG was originally incorporated in 1864 in France and has been operating as a French banking institution since that time. SG’s head office is at 29, boulevard Haussmann, 75009 Paris, France, and its administrative offices are at Tour Société Générale, 17 Cours Valmy, 92972 Paris-La Défense, France.

3. SG has three core businesses: French Retail Banking; International Retail Banking and Financial Services; and Global Banking and Investor Solutions.

4. SG has 2,246 branches in France operated under the SG brand, and a total of 3,161 branches in France operating under all of SG Group’s brands.

5. SG has two branches in the United States, a branch in New York, New York and one in Chicago, Illinois. SG also has an agency office in Dallas, Texas and a representative

office in Houston, Texas. SG does not engage in retail banking in the United States, under the SG brand or any other name.

6. SG has no branches, agency offices or representative offices in California, Kansas or Virginia.

7. The United States operations of the SG Group comprise a small portion of worldwide activities of the SG Group. For example, as set forth in its 2014 Registration Statement (Annual Financial Report 2013), available at http://www.societegenerale.com/sites/default/files/societegeneraledr2014en_0.pdf, in 2013, SG Group as a whole generated €22.8 billion in net banking income, €10.4 billion of which was derived from France compared to only €1.25 billion derived from the Americas (which encompasses North, Central and South America). The amount derived from the Americas represents only about 5 percent of the total net banking income of SG Group.

8. As set forth in SG's 2014 Registration Statement, at the end of 2013 SG had a total of 42,710 employees in France. SG had a total of approximately 490 employees in the United States at the end of 2013. As a result, SG employs, at most, 1.1 percent of its workforce in the United States.

9. SG maintains a website: <https://www.societegenerale.com>. The site is not interactive. Although it posts information about SG, such as the services that SG provides and provides links to other websites, no services may be ordered and no accounts may be opened through the site.

10. SG became a member of the British Bankers Association's US dollar LIBOR panel in February 2009. SG has at all times determined the level at which its US dollar LIBOR

contributions would be made in Paris, France, and transmitted those contributions to Thompson Reuters from SG's offices in London, England. SG employees in the United States were not responsible for determining or transmitting SG's US dollar LIBOR contributions.

Executed on the 5th day of November, 2014.



DOMINIQUE BOURRINET